

## **EXHIBIT E**

**CERTIFICATION**

I, Frank S. James, as Chairman of the Board of Trustees of the Newport News Employees' Retirement Fund (the "NNERF"), hereby certify as follows:

1. I am fully authorized to enter into and execute this Certification on behalf of the NNERF. I have reviewed a complaint filed against SanDisk Corporation ("SanDisk") alleging violations of the federal securities laws and generally adopt its allegations without waiving the right to alter the allegations in a consolidated complaint;

2. The NNERF did not purchase securities of SanDisk at the direction of counsel or in order to participate in any private action under the federal securities laws;

3. The NNERF is willing to serve as a lead plaintiff and representative party in this matter, including providing testimony at deposition and trial, if necessary;

4. The NNERF's transactions in SanDisk securities during the Class Period are reflected in Exhibit A, attached hereto;

5. The NNERF sought to serve as a lead plaintiff in the following class actions filed under the federal securities laws during the last three years:

*In re Velti plc Securities Litigation*, No. 3:13-cv-03889 (N.D. Cal.)

*Howard v. Liquidity Services, Inc.*, No. 1:14-cv-1183 (D.D.C.)

6. The NNERF sought to serve as a representative party in the following class action filed under the federal securities laws during the last three years:

*In re Velti plc Securities Litigation*, No. 3:13-cv-03889 (N.D. Cal.)

(additional plaintiff)

7. The NNERF is currently serving as lead plaintiff in the following class action filed under the federal securities laws during the last three years:

*Howard v. Liquidity Services, Inc.*, No. 1:14-cv-1183 (D.D.C.)

8. Beyond its pro rata share of any recovery, the NNERF will not accept payment for serving as a lead plaintiff and representative party on behalf of the Class, except the reimbursement of such reasonable costs and expenses (including lost wages) as ordered or approved by the Court.

I declare under penalty of perjury, under the laws of the United States, that the foregoing is true and correct this 28 day of May, 2015.

  
Frank S. James  
*Chairman of the Board of Trustees*  
*Newport News Employees' Retirement Fund*

**EXHIBIT A****TRANSACTIONS IN SANDISK CORPORATION**

<b>Transaction Type</b>	<b>Trade Date</b>	<b>Shares</b>	<b>Price Per Share</b>	<b>Cost / Proceeds</b>
Purchase	4/17/2014	100.00	\$83.6217	(\$8,362.17)
Purchase	4/17/2014	500.00	\$83.6217	(\$41,810.85)
Sale	6/9/2014	-200.00	\$98.7980	\$19,759.60
Sale	6/9/2014	-100.00	\$98.7980	\$9,879.80
Sale	6/9/2014	-500.00	\$98.7980	\$49,399.00
Sale	6/9/2014	-100.00	\$98.7980	\$9,879.80
Sale	6/17/2014	-300.00	\$102.6700	\$30,801.00
Sale	7/2/2014	-500.00	\$105.9799	\$52,989.95
Sale	7/9/2014	-800.00	\$104.1781	\$83,342.48
Sale	7/9/2014	-100.00	\$104.1781	\$10,417.81
Sale	7/9/2014	-100.00	\$104.2482	\$10,424.82
Sale	7/10/2014	-1,200.00	\$103.6491	\$124,378.92
Sale	7/10/2014	-100.00	\$103.6491	\$10,364.91
Sale	7/18/2014	-800.00	\$94.3478	\$75,478.24
Sale	7/18/2014	-700.00	\$94.7623	\$66,333.61
Sale	7/18/2014	-300.00	\$94.3050	\$28,291.50
Sale	7/18/2014	-100.00	\$94.7550	\$9,475.50
Sale	7/18/2014	-100.00	\$94.3478	\$9,434.78
Sale	7/18/2014	-100.00	\$94.7623	\$9,476.23
Purchase	8/13/2014	7,780.00	\$92.3667	(\$718,612.93)
Purchase	8/13/2014	578.00	\$92.3667	(\$53,387.95)
Purchase	1/12/2015	717.00	\$83.5748	(\$59,923.13)
Purchase	1/12/2015	10,567.00	\$83.5748	(\$883,134.91)
Sale	1/20/2015	-7,148.00	\$78.2500	\$559,331.00
Sale	1/26/2015	-2,152.00	\$79.9800	\$172,116.96
Purchase	2/17/2015	218.00	\$82.1315	(\$17,904.67)
Purchase	2/17/2015	1,172.00	\$82.1315	(\$96,258.12)
Purchase	2/25/2015	1,112.00	\$79.5073	(\$88,412.12)
Purchase	2/25/2015	7,311.00	\$79.5073	(\$581,277.87)
Purchase	2/26/2015	227.00	\$78.1240	(\$17,734.15)
Purchase	2/26/2015	1,466.00	\$78.1240	(\$114,529.78)